

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 11
	)	
RESIDENTIAL CAPITAL, LLC,	)	Case No. 12-12020 (MG)
Debtor.	)	
	)	Adv. Proceeding No. 14-02008 MG
RESCAP LIQUIDATING TRUST,	)	
Plaintiff,	)	
	)	
v.	)	
	)	
PHH MORTGAGE CORP.,	)	
Defendant.	)	
	)	

**DEFENDANT PHH MORTGAGE CORPORATION'S  
MOTION TO WITHDRAW THE REFERENCE AND  
TRANSFER VENUE TO THE DISTRICT OF MINNESOTA**

Defendant PHH Mortgage Corp. respectfully submits this Motion to Withdraw the Reference from the United States Bankruptcy Court for the Southern District of New York and to Transfer Venue to the United States District Court for the District of Minnesota, pursuant to 28 U.S.C. § 157(d), Federal Rule of Bankruptcy Procedure 5011(a), Local Bankruptcy Rule 5011-1, and pursuant to the parties' mandatory forum-selection clause and 28 U.S.C. § 1404(a). For the reasons stated in the accompanying Memorandum of Law in Support, the reference must be withdrawn and the Complaint transferred to the United States District Court for the District of Minnesota.

Dated: July 11, 2014

Respectfully submitted,

/s/ Daniel F. Markham

/s/ David M. Souders

Daniel F. Markham  
Daniel S. Weinberger  
GIBBONS, P.C.  
One Pennsylvania Plaza  
New York, NY 10119  
(212) 613-2043  
(212) 554-9643  
dmarkham@gibbonslaw.com  
dweinberger@gibbonslaw.com

David M. Souders (*pro hac vice*)  
Tessa K. Somers (*pro hac vice*)  
Weiner Brodsky Kider PC  
1300 19th Street, NW, Fifth Floor  
Washington, D.C. 20036  
(202) 628-2000  
(202) 628-2011 (Fax)  
souders@thewbkfirm.com  
somers@thewbkfirm.com

***Counsel for PHH Mortgage Corporation***

***Counsel for PHH Mortgage Corporation***